AMCO
United Holding Limited
雋泰控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code : 630)

(I) POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 25 MARCH 2013; AND (II) ADJUSTMENTS TO THE SHARE OPTIONS, CONVERSION PRICE OF THE CONVERTIBLE NOTES AND ISSUE PRICE OF THE PERFORMANCE INCENTIVE SHARES

POLL RESULTS OF THE SGM

The Board is pleased to announce that the proposed special resolution to approve the Capital Reorganisation and the proposed ordinary resolution to approve the Subscription Agreement were both duly passed by Shareholders by way of poll at the SGM held on 25 March 2013.

ADJUSTMENTS TO THE SHARE OPTIONS, CONVERSION PRICE OF THE CONVERTIBLE NOTES AND ISSUE PRICE OF THE PERFORMANCE INCENTIVE SHARES

As a result of the Capital Reorganisation, the exercise price and number of New Shares to be issued under the outstanding Share Options will be adjusted pursuant to the terms of the Share Option Scheme.

* *For identification purposes only*

As a result of the Capital Reorganisation and the Subscription, adjustments will be made to (i) the conversion price of the Convertible Notes in accordance with its terms; and (ii) the issue price of the Performance Incentive Shares in accordance with the terms of the Performance Incentive Agreement.

Reference is made to the circular issued by AMCO United Holding Limited (the "**Company**") dated 1 March 2013 (the "**Circular**") containing the notice of SGM in relation to, among other things, the Capital Reorganisation and the Subscription. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that the proposed special resolution to approve the Capital Reorganisation and the proposed ordinary resolution to approve the Subscription Agreement were both duly passed by Shareholders by way of poll at the SGM held on 25 March 2013.

As at the date of the SGM, there were a total of 8,758,239,861 Shares in issue, being the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the SGM. To the best of the Directors' knowledge and information, and having made all reasonable enquiries, (1) there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the SGM, and (2) no Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the SGM.

Tricor Standard Limited, the Company's branch share registrars and transfer office in Hong Kong, acted as the scrutineer for vote-taking at the SGM. The poll results of the SGM in respect of each of the special resolution and the ordinary resolution are as follows:

Special resolution(Note)	Number of Shares (%)	
	For	**Against**
To approve the Capital Reorganisation involving the Share Consolidation, Capital Reduction and Share Premium Cancellation.	4,370,059,220 (99.99%)	3,000 (0.01%)
As more than 75% of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.		
Ordinary resolution(Note)	**Number of Shares** *(%)*	
	For	**Against**
To approve the Subscription Agreement dated 4 February 2013 (as supplemented) for the issue of 170,000,000 Subscription Shares.	4,370,059,220 (99.99%)	3,000 (0.01%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		

Note: Please refer to the notice of SGM contained in the Circular for full text of each of the special resolution and ordinary resolution.

As all the conditions of the Capital Reorganisation have been fulfilled, the Capital Reorganisation will become effective on Tuesday, 26 March 2013. Dealings in the New Shares will commence trading on the Stock Exchange with effect from 9:00 a.m. on Tuesday, 26 March 2013 and free exchange of existing share certificates in yellow colour for new share certificates in light purple colour will be available during the period from Tuesday, 26 March 2013 to Tuesday, 7 May 2013 (both dates inclusive). Details of the trading arrangements of the Shares are set out in the Circular.

ADJUSTMENTS TO THE SHARE OPTIONS, CONVERSION PRICE OF THE CONVERTIBLE NOTES AND ISSUE PRICE OF THE PERFORMANCE INCENTIVE SHARES

As a result of the Capital Reorganisation, the exercise price and number of New Shares to be issued under the outstanding Share Options will be adjusted pursuant to the terms of the Share Option Scheme. The adjusted exercise price of and the adjusted number of New Shares to be issued under the outstanding Share Options are as follows:

Exercise period	Exercise price per Existing Share immediately prior to the Capital Reorganisation	Exercise price per New Share upon the Capital Reorganisation becoming effective	Total number of New Shares to be issued upon exercise of the subscription rights attached to the Share Options immediately prior to the Capital Reorganisation	Total number of New Shares to be issued upon exercise of the subscription rights attached to the Share Options upon the Capital Reorganisation becoming effective
25 January 2005 – 24 January 2015	HK$0.1629	HK$1.629	4,265	426
6 May 2011 – 5 May 2013	HK$0.2097	HK$2.097	19,400,000	1,940,000

Pursuant to the terms of the Convertible Notes, the conversion price of the Convertible Notes will be adjusted from HK$0.05 per Conversion Share to HK$0.47 per Conversion Share with effect from the close of business in Hong Kong on 25 March 2013 as a result of the Capital Reorganisation and the Subscription.

Pursuant to the Performance Incentive Agreement, the issue price of the Performance Incentive Shares will be adjusted from HK$0.05 per Performance Incentive Share to HK$0.47 per Performance Incentive Share with effect from the close of business in Hong Kong on 25 March 2013 as a result of the Capital Reorganisation and the Subscription.

The Company's auditor has carried out certain agreed upon procedures in accordance with Hong Kong Standard on Related Services 4400 "Engagements to Perform Agreed-Upon Procedures Regarding Financial Information" issued by the Hong Kong Institute of Certified Public Accountants in respect of the above adjustments to (i) the exercise price of and the number of New Shares that can be subscribed for under the outstanding Share Options; (ii) conversion price of the Convertible Notes; and (iii) issue price of the Performance Incentive Shares, and issued a report of factual findings to the Board stating that the aforesaid computation is mathematically accurate and in compliance with the requirements as set out in the Share Option Scheme, the instrument creating the Convertible Notes and the Performance Incentive Agreement respectively.

By Order of the Board
AMCO United Holding Limited
Yip Wai Lun, Alvin
Chairman and Managing Director

Hong Kong, 25 March 2013

As at the date of this announcement, Mr. Yip Wai Lun, Alvin and Ms. Leung Mei Han are the Executive Directors and Mr. Leung Ka Kui, Johnny, Mr. Chan Kam Kwan, Jason and Mr. Lau Man Tak are the Independent Non-executive Directors.